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**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

BLACKROCK BALANCED CAPITAL  
PORTFOLIO (FI), et al.,

Plaintiffs,

v.

HSBC BANK USA, NATIONAL  
ASSOCIATION,

Defendant.

14-CV-9366-LGS-SN

**STIPULATION OF VOLUNTARY DISMISSAL WITH PREJUDICE OF  
PLAINTIFFS' CLAIMS CONCERNING HOMESTAR MORTGAGE ACCEPTANCE  
CORP. 2004-3 AND HOMESTAR MORTGAGE ACCEPTANCE CORP. 2004-4 TRUSTS**

WHEREAS, certain Plaintiffs assert claims against Defendant HSBC Bank USA, National Association ("HSBC") for the following two (2) Trusts in this action:

Homestar Mortgage Acceptance Corp. 2004-3  
Homestar Mortgage Acceptance Corp. 2004-4

(together, the "Two HMA Securitized Trusts");

WHEREAS, Bimini Capital Management, Inc. ("Bimini") is the holder of 100 percent interest in each of the Class C Certificates issued in connection with the Two HMA Securitized Trusts;

WHEREAS, on June 28, 2018, Bimini informed the related trustee and securities administrator of its intention to exercise its Optional Termination Rights under the Pooling and Servicing Agreements which govern the Two HMA Securitized Trusts indicating a final distribution date of August 27, 2018;

WHEREAS, the Optional Termination Rights exercised by Bimini provide Bimini or its designee with the right to purchase or cause the purchase of all outstanding mortgage loans and REO properties and other assets of the Two HMAC Securitizations and will result in all principal and interest to be paid in full to each of the outstanding classes of Certificates in the Two HMAC Securitizations, other than the Class C Certificates held by Bimini;

WHEREAS, Bimini, as holder of the Class C Certificates, believes it will be the only party that sustains any losses in connection with the termination of the Two HMAC Securitizations;

WHEREAS, Bimini has requested that the Two HMAC Securitizations be dismissed from the lawsuit against HSBC because in the absence of such dismissal the Plaintiffs' claims concerning the Two HMAC Securitizations would trigger the imposition of a material holdback in connection with Bimini's exercise of the Optional Termination Rights; and

WHEREAS, based upon Bimini's specific assurances that there will not be any losses to any party other than Bimini with respect to the Two HMAC Securitizations, Plaintiffs wish to voluntarily dismiss with prejudice the claims against HSBC as to the Two HMAC Securitizations; and therefore

IT IS HEREBY STIPULATED AND AGREED, by and among counsel for Plaintiffs, HSBC and Bimini that:

1. Plaintiffs' claims against HSBC in this action arising out of or related to the Two HMAC Securitizations are voluntarily dismissed with prejudice pursuant to Federal Rule of Civil Procedure 41(a)(1)(A)(ii), with each party to bear its own respective costs and attorney's fees.

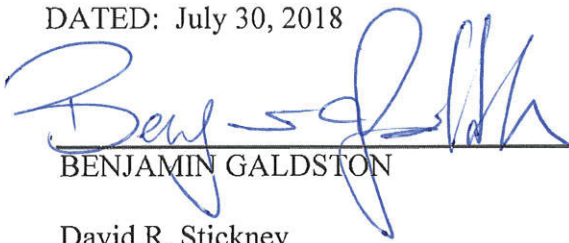
2. This voluntary dismissal with prejudice shall apply only with respect to the Two HMAC Securitizations, identified herein, and shall not apply to Plaintiffs' claims regarding other trusts that are at issue in this action.

Dated: July 31, 2018  
New York, New York

SO ORDERED

  
HON. LORNA G. SCHOFIELD  
UNITED STATES DISTRICT JUDGE

DATED: July 30, 2018



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DATED: July 30, 2018

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